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BEFORE THE ARIZONA CORPORATION COMMISSION

JEFF HATCH-MILLER
Chairman

2006 DEC 12 P 4: 50

WILLIAM MUNDELL
Commissioner

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MIKE GLEASON
Commissioner

Arizona Corporation Commission
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KRISTIN K. MAYES
Commissioner

DEC 12 2006

BARRY WONG
Commissioner

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In the Matter of the Joint Application of
WilTel Communications, LLC
WilTel Local Network, LLC and Level 3
Communications, LLC for a Limited
Waiver of the Public Utility Holding
Companies and Affiliated Interest Rules
(A.A.C. R14-2-801 *et seq.*)

Docket Nos: T-03654A-05-0797
T-03708A-05-0797
T-03779A-05-0797

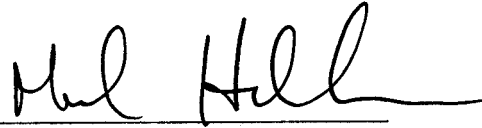
NOTICE OF FILING AFFIDAVIT

In Decision No. 68346, the Arizona Corporation Commission approved the merger of Level 3 Communications Inc., WilTel-Comm, and WilTel-LN. Decision No. 68346 states on Page 7, Line 18 "that for one year following acquisition close or until WilTel-Comm, WilTel-LN and Level 3 inform the Commission by filing an affidavit with Docket Control, as a compliance item, that acquisition-related activities are completed, whichever comes last, WilTel-Comm and WilTel-LN shall provide written notification to the Director of the Utilities Division and to the individual members of the Commission 60 days prior to any planned acquisition-related Arizona workforce layoffs; any planned acquisition-related Arizona plant closings; and any planned acquisition-related Arizona facility closings."

Attached to this Notice is the Affidavit of William P. Hunt, Vice President of Public Policy for Level 3 Communications, Inc. The Affidavit confirms that all WilTel-related layoffs, plant closings, and facility closings have been completed.

1 RESPECTFULLY SUBMITTED this 12th day of December, 2006.

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4 LEWIS AND ROCA LLP

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7 Michael T. Hallam
8 40 N. Central Avenue
9 Phoenix, Arizona 85044

10 Attorney for Applicants

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12 Original and 13 copies of the
13 foregoing filed this 12th day of
December, 2006, with:

14 The Arizona Corporation Commission
15 Utilities Division – Docket Control
16 1200 W. Washington Street
Phoenix, Arizona 85007

17 COPY of the foregoing hand-
18 delivered this 12th day of
19 December, 2006, to:

20 Christopher Kempley, Chief Counsel
21 Legal Department
22 Arizona Corporation Commission
1200 W. Washington Street
Phoenix, Arizona 85007

23 Ernest Johnson, Director
24 Utilities Division
25 Arizona Corporation Commission
1200 W. Washington Street
Phoenix, Arizona 85007

Lyn Farmer, Chief Administrative Law Judge
Hearing Division
Arizona Corporation Commission
1200 W. Washington Street
Phoenix, Arizona 85007

Jayne Williams

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WilTel Local Network, LLC and Level 3)
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AFFIDAVIT OF WILLIAM P. HUNT, III

STATE OF COLORADO)
County of Broomfield) ss.

I, William P. Hunt, III, being first duly sworn, upon oath, depose and say as follows:

1. I am the Vice President of Public Policy for Level 3 Communications, Inc., a Party in the foregoing filing and I am authorized to make this Affidavit on behalf of Level 3 Communications, Inc.

2. Decision No. 68346 states on Page 7, Line 18 "that for one year following acquisition close or until WilTel-Comm, WilTel-LN and Level 3 inform the Commission by filing an affidavit with Docket Control, as a compliance item, that acquisition-related activities are completed, whichever comes last, WilTel-Comm and WilTel-LN shall provide written

1 notification to the Director of the Utilities Division and to the individual members of the
2 Commission 60 days prior to any planned acquisition-related Arizona workforce layoffs; any
3 planned acquisition-related Arizona plant closings; and any planned acquisition-related Arizona
4 facility closings.”

5 3. I have confirmed that all WilTel-related layoffs, plant closings, and facility
6 closings have been completed.

7 DATED this 4th day of ^{December}~~November~~, 2006.

8 Wm. P. Hunt III
WILLIAM P. HUNT, III

9
10 SUBSCRIBED AND SWORN TO before me this 4th day of ^{December}~~November~~,
11 2006, by William P. Hunt, III.

12 Teresa Montoya
13 Notary Public

14 My Commission Expires:

15
16 10-11-2010

